CORRESPONDENCE

BETWEEN THE

COMMISSIONERS FOR INVESTIGATING

THE AFFAIRS OF

THE JOINT COMPANIES,

AND

A CITIZEN OF BURLINGTON.

PHILADELPHIA:
L. R. BAILEY, PRINTER.
1850.

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STATEMENT.

In submitting the following correspondence, I deem it due to myself to accompany it with a brief statement of the occurrences which preceded and led to it.

At their last session the Legislature adopted the following Joint Resolution:

"*Whereas*, it appears by the message of his Excellency the Governor, and by petitions laid before the legislature, that certain charges have lately been made and promulgated touching the proceedings of the Camden and Amboy Railroad and the Delaware and Raritan Canal Companies, charging the said companies and their officers with certain fraudulent practices, whereby, if true, the state has been defrauded of large sums of money, payable under the charters of said companies, and the supplements thereto: *And whereas*, his Excellency the Governor, has thought fit in said message to recommend, and the petitioners have prayed that an investigation of said charges be made under the authority and direction of this legislature; and whereas, a feeling of dissatisfaction is alleged to exist in reference to the general management of the affairs of said companies; and whereas, it appears to the legislature that it is due as well to the state as to the said companies and their officers, that the said investigation should be made, to the end that if well founded the just rights of the state may be secured and protected, and if untrue, that the parties implicated may be acquitted of all unjust imputation; therefore,

"*Be it Resolved by the Senate and General Assembly of the State of New Jersey*, That Aaron Robertson, of the county of Morris, James S. Hulme, of the county of Burlington, and Alexander Wurts, of the county of Hunterdon, be and they are hereby appointed commissioners, with full power and authority to investigate and inquire into the charges before mentioned, and particularly referred to and set forth in the message of the Governor and the documents accompanying the same, and in the petitions aforesaid, and also so far into all the business and operations of the said companies, and the contracts and agreements made by them with other persons, incorporations, and associations, from the date of their charters to the present time, as they shall deem necessary to secure the interests of the state; and that for this purpose they shall have full power and authority to send for persons and papers, and to swear and examine witnesses; and be it further resolved, that said commissioners be re-

quested to proceed with as much speed as may be consistent with a careful and thorough examination of the matters referred to, so that if practicable, their report may be made to the present session, and if not, that they make their report to the next session of the legislature; and that as soon as the said commissioners shall have completed their report, they file a copy of the same in the office of the Secretary of State; and be it further resolved, that as soon as the said commissioners shall have investigated the charges referred to in the message of the Governor, and the documents accompanying the same, it shall be their duty to report the result of such investigation, and file the same as before directed, and that they then proceed to make such further investigation into the business and operations of the said companies as they may deem necessary, in order to secure the interest of the state, and to make report thereon and file the same as before directed, with all convenient despatch."

The charges which had led to the investigation were based upon numerous discrepancies between the reports made at various times to the stockholders—upon discrepancies between the reports to the stockholders and the returns to the state—and upon discrepancies between the reports made by the joint board and those made by the State Directors—all of which had been published to the world by me. In doing so, I had invited the managers to appear with me, "with the books and papers" before "three honest, intelligent and independent men," that it might there be shown that the state had been defrauded, both as a stockholder and as a receiver of transit duties, and I had at various times repeated that invitation, but without effect. I was, therefore, of all the people in the state, the one supposed most competent to aid the commissioners in the performance of the duties with which they had been charged.

At the first session held in Bordentown, late in March, I visited the commissioners to ascertain what was their view of the position I was to occupy—whether as a party to the issue for the trial of which the commission was instituted, or as one of those persons who were to aid them in the investigation? I found they did not regard me as a party, but on the contrary desired that I would render them such assistance as might be in my power, to enable them to accomplish the objects for which they had been appointed. Further, I desired to ascertain the light in which they viewed the powers conferred upon them, and was glad to learn that they considered them full and broad enough to cover all the operations of the various sub-companies connected with the great one. The investigation was to be full and complete. Entertaining no doubt of their right to submit the papers to the inspection of others than themselves, I made no inquiry on the subject; but if I had had even the slightest, it would have been removed by the assertion of the chairman to Mr. Bradley, the agent of the managers, that the papers were in their possession, and that they had a right to submit them to any person they might think competent to aid them in the work of examination.

This was said in reply to an objection by Mr. Bradley to my looking at a book that was upon the table. It may be proper here to state that this person, now acting as the recognised and paid agent of the company, is the same that was last year employed by the managers to make the examinations for their own commissioners, Messrs. King, Pennington

and Parker,* and to draw up the report that was signed by them, in which the numerous discrepancies between the various published statements were so ingeniously accounted for.

Satisfied in regard to all the points in respect to which I had desired information, I was desirous to proceed at once to show the commissioners that fraud had been practised, and how it had been done, that they might avail themselves of the information so obtained in the further prosecution of their inquiries. Accordingly, on the 4th of April, I addressed a note to one of them, informing him that on the following Saturday I would go to Bordentown, and that if they would have before them the canal books of 1846, '47, and '48, I would be prepared to exhibit to them that which they required to see. On that day I went, but was told that the commissioners desired, *for the present*, to prosecute the investigation themselves, and that the books named were not then there, and I was thus induced to leave in their possession sundry papers, which I certainly should not have done had the commissioners then frankly told me that I was to be denied the sight of the books to which they referred. At that meeting, they expressed a wish that I should procure for them certain information they desired to possess, thus showing that I was not *then* regarded as a party to the issue to be tried. Before leaving them I was assured that the canal books for 1846 would be forthwith called for, and was subsequently informed that a requisition had been made for them immediately on my departure. I had, therefore, every reason to believe that the matter, so far as I was interested in it, would proceed without delay.

Such, however, was not the case, and in the following month, May, I addressed a letter to the commissioners, in which I urged their attention to that department of the business, stating that I had it in contemplation to leave home for the west, to be sometime absent, and that I desired, before doing so, to know from themselves that they were satisfied that the state had been defrauded, and that the charges against the managers were true. They were told that more evidence could be furnished, if necessary, but that it would require both labour and expense to obtain it, and that if they would show me the books, I would not only satisfy them that it was not needed for my purpose, but I would also explain the system of the company so as to enable them to prosecute their further investigations understandingly.† To this I received a verbal reply, through Judge Hulme, that the commissioners were then examining the

* "Upon this footing we commenced our investigation, and appointed as secretary of the commission, Mr. Joseph P. Bradley, of Newark, in whose intelligence and skill in the accurate investigation of accounts, the greatest confidence may be placed."—*Report of Messrs. King, Pennington & Parker*, p. 11.

As this person is the admitted author of the report from which the above passage is taken, it may not be amiss to contrast what he *wrote* in December, 1848, with what he *said* and *did* in October, 1849:

"Understanding that a Mr. Carey, formerly of Philadelphia, but now residing at Burlington, was the acknowledged author of the pamphlet containing the charges referred to, in which the author's great aim was to '*bring out the books and papers;*' and being desirous therewith, to have such aid as he might afford, we addressed him a note on the 2d of October last, inviting him to meet us at Bordentown, that he might have an opportunity of sustaining his charges, and of pointing out the foundation on which they rested, informing him at the same time that the books and papers would be in our hands and open to his inspection."—*Ibid.*

† I give the contents of this letter from memory, having mislaid the copy.

railroad business, but that if I determined to leave home, they would take up that of the canal, out of its order, and comply with my request. It has, however, not yet been complied with.

About the 20th of June, two of the commissioners, Judges Robertson and Hulme, came to see me at Burlington, when they informed me that they had found it necessary to refer the canal books back to the managers, for explanation, and were about to adjourn for four weeks to give them time to make out what was required. Knowing the difficulty that must have been found, and seeing an indisposition to go into details, I did not press for more information than they themselves were disposed to communicate to me. The four weeks having elapsed, the managers, as I understood, asked for more time, the consequence of which was that the commissioners did not come together again until the first week in September.

On the 5th day of October, their secretary called upon me with a request that I would go to Bordentown, as the commissioners desired to "consult" me in regard to their future proceedings. I went, but on my arrival found that I had not been sent for for the purpose of being *consulted*, but for that of being *interrogated* before Mr. Bradley, the agent of the managers. I was asked if I desired to furnish evidence, or to call witnesses, to which I replied in the negative. To the next question—"what I wished done?"—I replied that I wished the canal books of 1846 and 1849 placed before me. To this Mr. Bradley objected, and the chairman having appeared to acquiesce in his refusal to permit them to be shown, I then desired to know what had been the result of the examination of the books of 1846, but obtained no satisfaction. Finding that I was little likely to see any books, I afterwards explained to the commissioners the difficulty attendant upon furnishing evidence while thus kept in the dark as to what was needed, and told them that if they would furnish abstracts of certain business that should be indicated to them, I would give them the means of examining the books, but my proposition was not assented to.

We parted with the understanding that I would come again, but further reflection satisfied me that it would be doing injustice to myself to have anything further to do with the commissioners under existing circumstances. Their position had changed. They *now* treated me as a party to the issue, responsible for the result; yet they interrogated me before the other party, while denying me the right to interrogate that party, or the evidence he had produced. In March, the books and papers were declared to be in their possession, and subject to their disposal. Now, they were admitted to be in the possession of the managers, to be exhibited or not, at their pleasure. In May, I had stated to the commissioners, in writing, that more evidence could be produced whenever they should have afforded me an opportunity of knowing that it was needed, and had been given to understand that that opportunity *would* be afforded. In October, without any communication whatever from them, I was suddenly called to the presence of the managers' agent and counsel, that I might be there questioned as to whether I had more evidence to produce, when my letter in their possession furnished the answer to the question.

Changes like these, entirely unexplained, appeared to render necessary the exercise of great caution. It was clear that I was to bear all res-

ponsibility of the result of a trial in which it was now intended that I should be regarded as one of the parties, while denied the enjoyment of any single right incident to that position. I therefore addressed the commissioners the letter marked A, in which I expressed a perfect willingness to bear the responsibility, provided the books and papers for which I therein called, were produced to be examined by me under their inspection, and closed by requesting them to place my letter before the managers, and to send me their reply when received. In about a fortnight I received the letter marked B, in which the commissioners stated that the managers "declined acceding" to my request to allow me to see the books or papers of the company—thus, as must be seen, rejecting the opportunity that had been afforded them, to confront me with their books and establish their innocence of the charges brought against them.

No copy of the letter having been transmitted, I addressed the commissioners the letter marked C, to which I received the reply marked D, in which, as will be seen, they decline to furnish me with one.

I then addressed them the letter marked E, in which I stated, that while I had entire confidence in my own ability to examine books and papers, it was not in the nature of things that I should have equal confidence in the ability of any others than myself; and that while I was willing to assume all the responsibility of the result of the investigation, provided the papers were produced and placed before me to be examined under their inspection, I could bear none of it unless they should be so produced. I further stated that the commissioners were now trying both the managers and myself, and that both were entitled to the enjoyment of equal rights, but that while the former were in complete possession of the court, I was not only denied the right to be present when evidence was produced, but even denied that of seeing it after it had been produced; and that therefore I must decline all further official intercourse with them until they should resolve to exercise the power with which they had been invested, and let me see the books and papers for which I had called. So the matter has since rested.

The history of these proceedings being thus closed, I will now proceed to offer a few remarks upon it.

I was a party to the trial of the issue involved in this investigation, or I was not. If I was, I had a right to be present during every moment the court was in session, to examine and cross-examine the witnesses, and to comment upon the books and papers that were produced. If I was not, then I was one of the persons for whom the commissioners were instructed to send, with a view to ascertain if they could throw any light on the business of the company, or explain any of the transactions recorded in their books. In the one case I had a *right* to demand a sight of the books. In the other, it was, as I conceive, the *duty* of the commissioners to exhibit them, and require my aid in their examination.

The books were in the possession and subject to the control of the commissioners, or they were not: In the one case it was their duty to exhibit them; in the other, the managers were bound to produce them, or to suffer judgment to go against them because of their refusal. By the Judiciary Act of the United States, it is provided* that "all the said courts

* Statutes at Large, vol. 1, p. 82, sect. 15.

of the United States shall have power in the trial of actions at law, on motion and due notice thereof being given, to require the parties to produce books or writings in their possession or power, which contain evidence pertinent to the issue in cases and under circumstances where they might be compelled to produce the same by the ordinary rules of proceeding in chancery; and if a plaintiff shall fail to comply with such order to produce books or writings, it shall be lawful for the courts respectively, on motion, to give the like judgment for the defendant as in cases of nonsuit; and if a defendant shall fail to comply with such order to produce the books or writings, it shall be lawful for the courts respectively, on motion as aforesaid, to give judgment against him or her by default."

By the Act of Assembly of Pennsylvania, it is provided* that "the Supreme Court and several courts of Common Pleas in this state, shall have power, in any action depending before them on motion and upon good and sufficient cause shown by affidavit or affirmation and due notice thereof being given, to require the parties or either of them, to produce books or writings in their possession or power which contain evidence pertinent to the issue, and if either party shall fail to comply with such order and to produce such books or writings or to satisfy said courts why the same is not in the party's power to so do, it shall be lawful for the said courts, if the party so refusing be a plaintiff, to give judgment for the defendant as in cases of nonsuit, and if a defendant, to give judgment against him or her by default, as far as relates to such parts of the plaintiff or plaintiffs' demand, or the defendant or defendants' defence, to which the books or papers of the party is alleged to apply."

Such likewise is the law of this state.†

This commission is a judicial tribunal, instituted for the trial of a case in which the state is largely interested. It is bound to act according to law, and the law requires that books and papers called for by either party, shall be produced in open court, not that they be exhibited to the judges, while refused to the sight of the opposing party.

I have deemed it right to furnish this statement, that it might be seen that while I have, during the last nine months, constantly urged that I might be allowed to show the truth of the charges, I have been studiously debarred from all opportunity for so doing, and that any failure to accomplish the object for which the commission was instituted, does not rest with me. I stand now, as I have always stood, prepared to show by the books and papers of the company, that the state has been defrauded both as a receiver of dividends and of transit duties.

HENRY C. CAREY.

Burlington, January 7, 1850.

* Purdon, 6th edition, 397.

† See a case in Coxe's Reports (New Jersey), p. 242-3.

"*Read*, for plaintiffs, called for defendant's book, and said it was in court yesterday.

"*Leake* said the notice to produce it was only given this morning.

"*By the court:* The excuse is futile; unless the book is produced, every presumption must be made against the defendant."

CORRESPONDENCE.

A

GENTLEMEN:

More than a year has now elapsed since I invited the managers of the joint companies to meet me *with their books and papers*, before "three honest, intelligent, and independent men," there to have it proved that they had systematically and regularly furnished to the state and the stockholders, different accounts of the same business, deceiving one or defrauding the other, and most probably deceiving and defrauding both. Instead of accepting this invitation, they appointed three of their personal and particular friends, who notified me of their appointment, offering me an opportunity to be present at their examination of the said books and papers. I, however, distrusting a commission thus instituted, declined to meet them. After some time they made a report, exculpating the managers, and informing the world that I had refused to meet them, after having been told that "the books and papers" would be in their hands, and "open for his [my] inspection."

In closing a review of that report, shortly afterwards, I offered to meet its authors, Messrs. King, Pennington, and Parker, before the state committee then about to be appointed, there to prove—First: That the state had been defrauded by aid of false reports duly sworn to; and second: That the stockholders had been defrauded by aid of false returns—and this I undertook to do, conclusively, at a single session.

That review was in turn reviewed by Mr. Charles King, brother of one of the members of this extraordinary body, by whom it was charged, that having failed to avail myself of the opportunity offered me for examining "the books and papers," I had, in fact, admitted that the charges against the managers could not be sustained. In reply, I made a further offer to meet them, forthwith, before the three persons then designated by the lower house of the Legislature, to act as commissioners, or before three others to be selected from among the most eminent men in Pennsylvania, there to prove not only that the state and the stockholders had been defrauded, but that the evidence of these facts had been within the reach of the commissioners—that its existence had been distinctly indicated to them—and that in failing to find it they had failed in the performance of a public trust, voluntarily undertaken. These challenges were not accepted.

Thus the matter stood at the time of your appointment. You met, and shortly afterwards I paid you a visit at Bordentown, when, on looking at one of the books on your table, it was objected to by Mr. Brad-

ley, agent of the managers, saying, that *the managers could not permit their books to be submitted to my examination.* I desisted, although you were not, I think, disposed to admit their right to refuse them.

Shortly afterwards, I placed in your hands a variety of information deemed likely to be useful, and with the last portion, addressed you a letter stating that I should send no more, that already furnished being, as I thought, sufficient for the purpose. Your attention was particularly called to the copious information furnished relative to the canal business for one quarter of 1846, the examination of which you were requested to take up as early as might be convenient, and to send for me if you did not there find abundant evidence of the truth of the charges brought against the managers. With the information derived from the examination of that quarter, the whole of the canal business might, as I told you, readily be investigated. Thus the matter stood until Friday last.

On that day, in compliance with your request, I visited you at Bordentown, when you asked me, First: If I desired any witnesses summoned? To this I replied that although I had never sought for any, I understood there were two persons who could give testimony, but whether or not they would attend, I did not know. Subsequently, I stated that Mr. Hager had desired to be called. To your second inquiry, whether I desired to offer further evidence, I replied that since I wrote you in May last, I had dismissed the matter from my mind, deeming what was then sent perfectly conclusive. To a third: I replied that I desired to see the books and papers of the canal business of 1846 and 1849, but to their production Mr. Bradley positively objected, stating that the managers thought their duty to the stockholders would not admit of their submitting them to the examination of any but yourselves.

Finding that I was to be allowed to see none of the so-often-tendered "books and papers," I inquired if you had examined the canal books for the second quarter of 1846, and receiving an affirmative reply, then further inquired if you had found my statements or those of the managers most in accordance with the facts; to this question you declined making a reply. Thus the matter now stands.

The world holds me bound to show by the books and papers of the companies, that the state has been defrauded. I am willing to be so held, but if I can see neither books nor papers, it is impossible that I should prove anything by them.

I now repeat the declaration of my readiness to prove before you, from the books and papers of the companies, the truth of the charges I have made. For the purpose, therefore, of accomplishing the objects for which, as I understand it, your commission was instituted, I request, in the first place, that the managers submit for examination and comment by me, under your supervision, all the books and papers of the canal business of 1846; and I thereupon undertake to show to you that the state was, during that time, largely defrauded, both as a stockholder and as a receiver of transit duties. That done, I will ask the books of other years to be in like manner submitted, that I may satisfy you that the system of every year has been the same.

I have now to request that you will submit this letter for the consideration of the managers, and that you will be pleased to communicate to

me their decision on the subject, as early as may be consistent with your convenience. As soon as I shall learn that the books and papers are to be produced, I will report myself to you, ready to commence their examination.

As you have requested me to indicate to you the sources whence information may be derived, I will now say that I regard it as exceedingly important that Messrs. Fraziers & Aspinwall should be requested to produce and verify their books, so as to enable you to ascertain the freight carried by them on the canal during a series of years.

I remain, very respectfully,
Your ob't serv't,
HENRY C. CAREY.
Burlington, October 10, 1849.

MESSRS. A. ROBERTSON,
J. S. HULME, and
ALEXANDER WURTZ,
Commissioners.

B

Bordentown, October 25, 1849.

HENRY C. CAREY ESQ.,
SIR:

The Commissioners received some days since, your letter of the 10th inst., on the subject of the present investigation.

In that letter, after detailing in part what transpired in an interview between yourself and us, in the presence of Mr. Bradley, the agent of the companies, on the 5th inst., you request that the managers submit for examination and comment by you, under our supervision, all the books and papers of the canal business of 1846, and other years; and you further requested that we would submit your letter to the consideration of the managers, and advise you of their decision on the subject.

We now inform you, that in compliance with your request, we handed your letter to Mr. Bradley, the day after it came to our hands, without any expression of opinion on our part.

Yesterday we received a communication in writing from the secretary of the joint board, informing us that the board declined acceding to your request.

With respect to what transpired at the interview between you and ourselves on the 5th inst., considerations connected with ourselves render it proper for us to remind you that we there stated to you, that we had particularly examined the books and papers specifically named in your letter, and that we were then ready and prepared to hear any other evidence in support of the charges against the joint companies—and we will add, that we are still desirous to hear any additional evidence.

Respectfully, your ob't serv't,
AARON ROBERTSON,
Chairman, &c.

C

SIR:

I have to acknowledge the receipt of your favour of 25th.

If I understand the matter correctly, the communication which you mention as having been received from the managers, is in the nature of an answer to a letter written by me for the purpose of being submitted to them, and submitted to them by you accordingly. Before making a reply to your letter, which I design to do, I ask, as a matter of simple justice and right, to be permitted to see the communication of the managers, or to be furnished with a copy of it,

and remain yours, very respectfully,

HENRY C. CAREY.

A. ROBERTSON ESQ.,
Chairman, &c.

Burlington, Oct. 29, 1849.

D

Bordentown, October 31, 1849.

HENRY C. CAREY ESQ.,

SIR:

Your communication of the 29th was duly received. The commissioners believe you will appreciate their feelings when they inform you that they are unwilling to become the medium of any communication between yourself and the joint companies, that may lead to a partial public exposition of the investigation. And with the kindest feelings toward yourself, they believe that this is not the proper time to make public communications addressed to themselves officially.

With these views we again inform you that we are always ready to see you, and communicate with you upon this, as well as upon other matters which relate to the investigation.

Respectfully, your ob't serv't,

AARON ROBERTSON,
Chairman, &c.

E

SIR:

I had the pleasure yesterday, to receive your favour of October 31. With great respect for the views of the committee as expressed by you, I must still say, that it has not changed my impression nor my position in regard to the claim which I made to have exhibited to me the letter of the directors of the companies, but the disposal of that letter is of course with you. Before leaving this subject, I think it right to say that my application for it was not prompted by any desire to make it, or any other part of the correspondence, public, in anticipation of your report.

In your letter of October 27, to which I shall now reply, you remark that the canal books of 1846 have been examined by you. Of that I was fully aware, and referred to it as you will see by reference to my former letter. Nevertheless I have asked to see them, for which reason it is right that I should state distinctly and explicitly why I find myself called upon to insist upon my demand to see the books and papers of the companies.

Books of account, it appears to me, do not in all cases necessarily explain themselves. When the charge under investigation is that a system of fraud has been established in the business to which the books have reference, it is hardly to be expected that the circumstances constituting the irregularities, should be recorded as frauds upon the face of the books. The full and complete demonstration of that pervasive dishonesty—that fraud in the system and fraud in the particulars—which I have charged, is to be reached, I apprehend, by careful and comprehensive collation—by a thorough knowledge of the business of the canal which is not registered—and by a great amount of collateral information, to be acquired only by the devotion of much time and attention. The truths which it is desired to develop, are contained in those books and papers; but in order to detect them and bring them to light—in order to read those books and papers according to their concealed but conclusive significance—the requisites are a certain previous preparation, not only of habits of familiarity with accounts in general, but of special acquaintance with the transportation business of the canals.

The commissioners are an official tribunal, and I am dealing with them on a matter of business, and it is therefore needless for me either to express confidence in the sufficiency of their knowledge and capacity, or in any manner to indicate a want of confidence therein. The point is this: I am confident of my own ability to prove to them from the books and papers of the company, that the business has been dishonestly and fraudulently conducted—but, in the nature of the case, it is quite impossible that I should be equally confident of the existence of such ability in any other person than myself.

Again, I understand by rumors in the streets, that the managers, now compelled to acknowledge omissions and irregularities in their books, explain them away as oversights, blunders, or acts of carelessness and negligence; and that some of them have said that if it should turn out that the inferior officers of the company have committed errors, such inferior officers should be punished. I know this defence to be dishonest and untrue, and I know my ability to prove that it is so. What are acknowledged to be blunders, I can prove to be crimes. The omissions which they would ascribe to accidental negligence, I could prove to be the result of intentional fraud. My charge has been, and still is, fraud on the company, designed and contrived by the managers, and inferring not merely pecuniary loss to the state, but moral turpitude in the persons who, as managers of the company, have instituted the system and been privy to its working.

I have charged, and I again repeat the charge with increased assurance of its truth—if indeed increase were possible—of the existence of enormous frauds in the accounts of the canal business of the company.

I offer to prove the existence of these frauds there where I allege they are to be found, in the books and papers of the company. I have challenged, and again challenge, the managers to meet me with their books and papers, and I undertake to demonstrate to you by those books and papers, that these managers have established and have for years carried on in the business of the canal, a system of embezzlement and fraud.

The view which I take of the subject is this: The commission relates to the detection of frauds, and the exposure and conviction of their authors. If I am permitted to have access, in your presence and under your supervision, to such of the official books and papers of the company as I require, with power to examine them and to have records made and preserved of all that I establish, I make myself responsible to the state and to the people, for the discovery of frauds and the exposure of their authors. If my offer be declined, the whole responsibility of the case must rest with you, and that it should be so, a very brief view of the matter will, I think, suffice to satisfy you.

Charges have been preferred against the managers of the joint companies, and the state has instituted a court for ascertaining their truth or falsehood. Summoned before that court, I am asked if I desire witnesses called, or if I would desire to offer evidence, and you now advise me that you are prepared to hear further evidence in support of those charges. You regard me as the accuser—the one who is to prove the charges. In such cases, the accuser and accused being both upon their trial, both usually stand upon the same platform; but such is not here the case. The accused are always in court, but the accuser never. Witnesses are examined in my absence, when if I were present I might, and I think would, be able to show you that some of them are unworthy to be believed on their oaths. Books and papers are examined in my absence, and when I desire to see even a small portion of the evidence thus produced before you, it is refused. If, under these circumstances, you are, by reason of any omission, or any want of accurate knowledge, deprived of the power to discover the whole truth, would it be just that any responsibility should rest with me? I am persuaded you will agree with me that it should not.

At the close of your letter received yesterday, you say that you are always ready to see me and communicate with me upon this and other matters relating to the investigation. For this, as an expression of courtesy, I beg you to receive my acknowledgments and thanks. If, however, it is meant as an official invitation, having relation to the business of your commission, you will permit me to remind you that when, on the 5th of October, in compliance with a special message, I waited upon you, I asked to be permitted to see certain books and papers of the company, and that this was refused by Mr. Bradley, on behalf of the company, without calling forth any expression of your dissent in regard to the power of the managers to refuse a sight of books and papers, like that which followed a similar occurrence in March last, when I first visited you. A renewed demand for the same books and papers made by letter of October 10, was referred to the directors of the company, and their refusal has been communicated in a way which imports your acquiescence in the rejection of it. In this state of things it would be

only a trespass on your time for me to visit you again, when my first act would be to make a demand for the same books and papers which have already been again and again refused. The moment that you shall have the goodness to acquaint me that I am to be permitted to examine the books and papers of the company, I will, without the delay of more minutes than the circumstances of the time may render unavoidable, wait upon you and commence the business for which I am at all times ready.

I remain yours, very respectfully,
HENRY C. CAREY.

A. Robertson Esq.,
Chairman, &c.

Burlington, Nov. 2, 1849.